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February 23, 2000

EXECUTIVE SECRETARY

BY HAND DELIVERY

Mr. K. David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

Re: Application of Memphis Networx, LLC, for a Certificate of Public Convenience and Necessity to Provide Intrastate Telecommunication Services and Joint Petition of Memphis Light Gas & Water Division, a Division of the City of Memphis, Tennessee ("MLGW") and A&L Networks-Tennessee, LLC ("A&L"), for Approval of Agreement Between MLGW and A&L Regarding Joint Ownership of Memphis Networx, LLC.

Docket No. 99-00909

Dear Mr. Waddell:

Enclosed please find the original and thirteen (13) copies of the Petition to Intervene in the above-styled matter. We would like to file as counsel for the four TDS companies: Concord Telephone Exchange, Inc., Humphreys County Telephone Company, Tellico Telephone Company, Inc. and Tennessee Telephone Company. These are all wholly-owned subsidiaries of TDS Telecom. We are enclosing our check in the amount of \$25.00 in payment of the requisite filing fee.

Very truly yours



R. Dale Grimes

DRG/jm

Enclosures

#0178710
PAID
walkin \$25.00
POSTED
2-23-00

Mr. K. David Waddell
February 23, 2000
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cc with enclosures:

Richard Collier
Vincent Williams
Guy M. Hicks
D. Billye Sanders
John Knox Walkup
Ward Huddleston
J. Maxwell Williams
Henry Walker
Charles B. Welch, Jr.

**BEFORE THE TENNESSEE REGULATORY AUTHORITY
AT NASHVILLE, TENNESSEE**

RECEIVED
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IN RE: APPLICATION OF MEMPHIS NETWORKX, LLC, FOR A CERTIFICATE OF PUBLIC CONVENIENCE AND NECESSITY TO PROVIDE INTRASTATE TELECOMMUNICATION SERVICES AND JOINT PETITION OF MEMPHIS LIGHT GAS & WATER DIVISION, A DIVISION OF THE CITY OF MEMPHIS, TENNESSEE ("MLGW") AND A&L NETWORKS-TENNESSEE, LLC ("A&L"), FOR APPROVAL OF AGREEMENT BETWEEN MLGW AND A&L REGARDING JOINT OWNERSHIP OF MEMPHIS NETWORKX, LLC.

DOCKET NO. 99-00909

PETITION TO INTERVENE

COMES Concord Telephone Exchange, Inc., Humphreys County Telephone Company, Tellico Telephone Company, Inc., and Tennessee Telephone Company, all wholly owned subsidiaries of TDS TELECOM (collectively "Intervenors"), and respectfully petition the Tennessee Regulatory Authority ("TRA") to permit them to intervene in the above-styled Docket. In support of their Petition to Intervene, the Intervenors state as follows:

1. The Intervenors are: (a) all Tennessee Corporations; (b) all local exchange carriers serving portions of the State of Tennessee; (c) all may or could be affected by the TRA's decision in the above docket; and (d) all are subject to the TRA's Rule 1220-4-6.

2. This Petition is being filed pursuant to T.C.A. § 4-5-310 and T.C.A. § 65-2-107. A hearing date has not been set for this matter.

3. The Intervenors submit that the intervention sought in this proceeding is: (a) in the interest of justice; (b) permitted by statute; and (c) and will not impair the orderly or prompt conduct of the proceedings.

THEREFORE, for the foregoing reasons, the Intervenor respectfully requests the TRA that they be permitted to intervene in this Docket and become parties in this cause.

REC'D
FEB 23 PM 4 10



EXECUTIVE SECRETARY

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T. G. Pappas (#2703)
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Nashville, TN 37238
(615)742-6242
Attorney for Concord Telephone
Exchange, Humphreys County Telephone
Company, Tellico Telephone Company,
Inc., Tennessee Telephone Company

CERTIFICATE OF SERVICE

I hereby certify that I have served a true and exact copy of the foregoing Petition to Intervene by U.S. mail, postage prepaid, this on February 23, 2000 upon the following.

L. Vincent Williams, Esq. Office of Consumer Advocate 425 Fifth Avenue North Nashville, TN 37242 <i>Attorney for the Office of the Consumer Advocate</i>	Richard Collier, Esq. General Counsel Tennessee Regulatory Authority 460 James Robertson Parkway Nashville, TN 37243-0505 <i>Attorney for the Tennessee Regulatory Authority</i>
Guy M. Hicks Patrick W. Turner BellSouth Telecommunications, Inc. 333 Commerce Street, Suite 2101 Nashville, TN 37201-3300 <i>Attorneys for BellSouth Telecommunications, Inc.</i>	D. Billye Sanders, Esq. Waller, Lansden, Dortch & Davis 511 Union Street Suite 2100 Nashville, TN 37219-1750 <i>Attorney for Memphis Networkx</i>
John Knox Walkup Wyatt, Tarrant & Combs 511 Union Street Suite 1500 Nashville, TN 37219-1750 <i>Attorney for Memphis Light Gas & Water</i>	Ward Huddleston Memphis Networkx 7555 Appling Center Drive Memphis, TN 38133-5069 <i>Attorney for Memphis Networkx</i>
J. Maxwell Williams Memphis Light Gas & Water 220 South Main Street Memphis, TN 38103 <i>Attorney for Memphis Light Gas & Water</i>	Henry Walker Boult, Cummings, et al. 414 Union Street, Suite 1600 Nashville, TN 37219-8062 <i>Attorney for NextLink</i>
Charles B. Welch, Jr. Farris, Mathews, Branan, Bobango & Hellen, PLC 618 Church Street, Suite 300 Nashville, TN 37219 <i>Attorney for Time Warner, Inc.</i>	

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